

THE SHERWIN-WILLIAMS FOUNDATION MATCHING GIFTS PROGRAM

PLAN

(Effective for gifts made January 1, 2014 or later.)

The Sherwin-Williams Foundation will match, on a 1:1 basis, gifts of \$100 or more up to an annual maximum of \$3,000. Eligible participants may make up to five gifts per year, totaling up to \$3,000, to qualifying nonprofit organizations and educational institutions with tax-exempt affiliates.

When gifts of a donor exceed the limitations of Matching Gifts under this Plan, the Foundation will apportion its contribution in such manner as it may consider equitable and proper, unless otherwise specified by the donor. The Sherwin-Williams Foundation will match eligible requests for contributions during each quarter. Gifts may be in cash or securities that have a quoted market value. For these purposes, the value of listed securities is the average market price for such securities on the day on which the gift is made.

Participants eligible to have their donations to qualifying agencies matched by the Foundation are:

- (a) All active, full-time or part-time U.S. employees of The Sherwin-Williams Company or its domestic subsidiaries (at least 80 percent owned) with at least one year of continuous service;
- (b) All members of The Sherwin-Williams Company Board of Directors; or
- (c) All retirees who have retired from The Sherwin-Williams Company as active, full-time, salaried U.S. employees and who are also employees, directors or retirees of Sherwin-Williams at the time of the contribution.

The organizations eligible to receive a matching gift under this Program are:

- (a) All organizations that are created or organized in the United States or any possession thereof and recognized by the IRS as tax-exempt entities under Internal Revenue Code section 501(c)(3); this includes educational institutions or tax-exempt affiliates of such organizations; or
- (b) Those which provide the Company with a current IRS determination letter evidencing the organization's tax-exempt status, and are not subject to any of the program's named exclusions.

Notwithstanding the above, those institutions which are **not** eligible under this program include the following: fraternal, veterans', religious (when denominational or sectarian in purpose), political or advocacy, business, trade or professional, social or other membership groups, organizations that teach athletic skills or sponsor sporting events, or those promoting a private interest in hobbies.

Ineligible gifts include but are not limited to:

- Payments for tuition, class dues, books or other student fees or alumni fees
- Gifts in support of non-scholastic programs or activities, e.g. athletic programs and athletic scholarships
- Accumulated or pooled monies raised by a group of employees/retirees and submitted by one participant
- Gifts that, by themselves or in combination with matching Foundation grants, entitle the participant to some personal benefit or service, e.g., dinners, tickets, admission fees, auction items, etc.
- Dues for clubs; publication subscription fees; gifts to fraternities, sororities or booster clubs; bequests; gifts intended to fulfill pledges, tithes or other financial commitments; or any type of payment not made as a direct contribution.

It is intended that The Sherwin-Williams Foundation Matching Gifts Program shall be a continuing program. However, the Foundation retains the right to suspend, change, revoke, or terminate the program at any time. If a contribution matched by the Foundation is at any time determined to have been an ineligible contribution, the Foundation retains the right to have its matching contribution refunded by the recipient institution. This discretion and the administration of this Plan shall be determined by The Sherwin-Williams Foundation and its decisions shall be final.

PROCEDURE

To arrange for a Sherwin-Williams Matching gift, donors must complete fully Parts 1 and 3 on the opposite page and send the entire form (include this page) with the gift to the organization. The organization must complete Part 2 and return the form to:

**The Sherwin-Williams Foundation
Matching Gifts Program
101 W. Prospect Ave.
Cleveland, OH 44115**

To qualify for a match, the form must be received by The Sherwin-Williams Foundation no later than March 15 of the year following the calendar year in which the gift was made.

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PART 1 To be completed by donor who will send this form, together with gift of \$100.00 or more, to the organization		
DONOR'S NAME (LAST, FIRST, INITIAL)	HIRE/RETIREMENT DATE	<input type="checkbox"/> EMPLOYEE <input type="checkbox"/> DIRECTOR <input type="checkbox"/> RETIREE
DONOR'S EMPLOYEE ID NUMBER (FROM GEMS)	NAME OF DONEE ORGANIZATION	
SHERWIN-WILLIAMS GROUP/DIVISION	Enclosed is my personal gift of \$ _____ or (Description of securities) _____ Having a market value on this date _____ Of \$ _____	
WORK LOCATION/CITY, STATE & ZIP CODE		
SIGNATURE OF DONOR	DATE OF GIFT	
I am eligible to have my gift to your organization matched by The Sherwin-Williams Foundation pursuant to the provisions of the Foundation's Matching Gifts Program. I authorize the organization named to report this gift to the Foundation for purposes of applying for a matching grant and certify that this gift is my personal contribution and meets all of the conditions of this Plan.		

PART 2 To be completed by eligible organization. Entire form should be returned to: The Sherwin-Williams Foundation, Matching Gifts , 101 W. Prospect Avenue, Cleveland, OH 44115-1075
A gift of \$ _____ was paid in cash or in securities having a quoted market value in that amount on (Date) _____ to (Name of donee organization) _____
Which I certify is an exempt organization and contributions made thereto are deductible for tax purposes as provided by the Internal Revenue Code, and that such contribution is not classified as a prohibited expenditure as defined under the Internal Revenue Code. I further certify that the gift is not a payment for services or fees or any type of payment not made as a direct contribution. Enclosed is a copy of the most recent IRS determination letter evidencing the organization's tax-exempt status (if no determination letter is available, please attach an explanation).

NAME OF EXECUTIVE DIRECTOR/FINANCIAL OFFICER (PRINT OR TYPE)	CONTACT PHONE NUMBER
NAME OF DONEE ORGANIZATION	SIGNATURE OF EXECUTIVE DIRECTOR/FINANCIAL OFFICER
STREET ADDRESS	
CITY, STATE & ZIP CODE	DATE

PART 3 To be completed by donor. This part of the application will be sent to the donor after verification by the Foundation that the gift was received and that the organization qualifies for a matched contribution.
This will confirm that the Foundation has matched the contribution to the below-named organization in accordance with the provisions of The Sherwin-Williams Foundation Matching Gifts Program

NAME OF ORGANIZATION	CITY, STATE & ZIP CODE	AMOUNT OF GIFT \$
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DONOR'S NAME (PRINT OR TYPE)	SIGNATURE OF DIRECTOR, SHERWIN-WILLIAMS FOUNDATION MATCHING GIFTS PROGRAM
HOME ADDRESS, NUMBER & STREET	
CITY, STATE & ZIP CODE	
DATE	

DONEE ORGANIZATION TO RETURN FORM TO THE SHERWIN-WILLIAMS FOUNDATION